

RECORDATION NO. 23348-C FILED

SEP 13 '05

2-41 PM

SURFACE TRANSPORTATION BOARD



## FIRST UNION RAIL

One O'Hare Centre  
6250 River Road, Suite 5000  
Rosemont, IL 60018

Tel 847.318.7575  
Fax 847.318.7588

**VIA UPS NEXT DAY AIR**

September 9, 2005

Mr. Vernon E. Williams  
Surface Transportation Board  
1925 K Street, N.W., Room 704  
Washington, DC 20423-0001  
Attn: Recordation of Railroad Equipment

**Re: Memorandum of Lease Agreement**

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) originals and one (1) copy of a Memorandum of Lease Agreement, dated June 24, 2005, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Lease Agreement which was duly filed with the Commission under Recordation Number 23348.

The names and addresses of the parties to the enclosed document are:

Lessor: First Union Rail Corporation  
One O'Hare Center  
6250 River Road, Suite 5000  
Rosemont, IL 60018

Lessee: GLNX Corporation  
10077 Grogans Mill Road  
The Woodlands, TX 77380

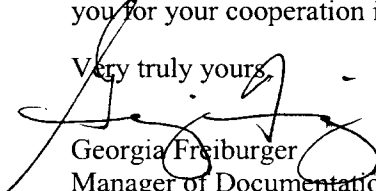
A description of the railroad equipment covered by the enclosed document is eighteen (18) 5750 cu.ft. lined plastic pellet cars, with FURX and NDYX marks (see Exhibit A for numbers).

A short summary of the document to appear in the index follows:                      Memorandum of Lease

Also enclosed is a check in the amount of \$33.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions regarding the above-referenced matter, please contact me at (847) 384-5387. Thank you for your cooperation in this matter.

Very truly yours,

  
Georgia Freiburger  
Manager of Documentation

Enclosures  
(GLNX009)

## MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 24<sup>th</sup> day of JUNE, 2005, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and GLNX Corporation ("Lessee"), a Texas corporation.

## WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of April 16, 2000, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 6 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of JUNE 24, 2005, and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

LESSOR:

FIRST UNION RAIL CORPORATION

ATTEST:

By: Richard F. SeymourName: RICHARD F. SEYMOUR  
Vice President Sales & Marketing

Title: \_\_\_\_\_

By: Theresa CatapanoName: THERESA CATAPANOTitle: MGR. OF DOCUMENTATION Executed on this 29<sup>th</sup> day of JUNE, 2005

[CORPORATE SEAL]

RECORDATION NO. 23348-C FILED

STATE OF

ILLINOIS

SEP 13 '05

2-41 PM

COUNTY OF

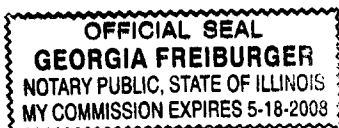
COOK

SURFACE TRANSPORTATION BOARD

I, GEORGIA FREIBURGER, a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 29<sup>th</sup> day of June, 2005Georgia Freiburger  
Notary Public

Commission Expires:

5-2008  
(Notary Public)

LESSEE:

GLNX CORPORATION

ATTEST:

By: [Signature]  
Name: Jerry Sagehorn  
Title: VP SLS/MKT.

By: [Signature]  
Name: WARNER W. ABEL, JR.  
Title: PRESIDENT

Executed on this 24<sup>th</sup> day of JUNE, 2005.

[CORPORATE SEAL]

STATE OF TEXAS

COUNTY OF Montgomery

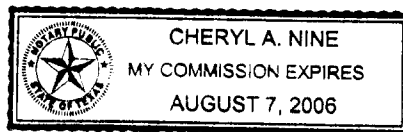
I, Cheryl A. Nine, a Notary Public of the County and State aforesaid, certify that Warner W. Abel, Jr. personally appeared before me this day and acknowledged his/her due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 24<sup>th</sup> day of June, 2005.

[Signature]  
Notary Public

Commission Expires:

8/7/06  
(Notary Public)



**EXHIBIT A**  
**to**  
**MEMORANDUM OF LEASE**

NUMBER OF CARS:           Eighteen (18)

DESCRIPTION OF CARS:   5750 cubic foot capacity, lined, plastic pellet covered hopper cars,  
with one vented hatch per compartment, equipped with pneumatic  
gates, 263/268 GWR.

CAR NUMBERS:

FURX	877012
FURX	877034
FURX	877057
FURX	877094
FURX	877134
FURX	877170
FURX	877176
FURX	877178
FURX	877180
FURX	877181
FURX	877183
FURX	877184
FURX	877185
FURX	877190
FURX	877195
FURX	877197
NDYX	877061
NDYX	877179
Count:	18